



Department of Justice

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JUSTICE DEPARTMENT REACHES AGREEMENT WITH BB&T REQUIRING DIVESTITURES IN BB&T/FIRST VIRGINIA MERGER

Divestitures Ensure that Virginia Banking Services Remain Competitive

WASHINGTON, D.C. -- The Department of Justice today announced an agreement with BB&T Corporation which requires the company to make substantial divestitures in order to resolve antitrust concerns about the company's pending acquisition of First Virginia Banks Inc.

Under the agreement, BB&T will divest 11 First Virginia bank branches and two First Virginia drive-in facilities, with about \$290 million in total deposits and loans associated with these branches.

"This divestiture will ensure that banking customers in Virginia will continue to have competitive banking services available," said R. Hewitt Pate, Acting Assistant Attorney General of the Department's Antitrust Division.

In addition, BB&T has agreed that, for a period of time, it will sell or lease any of the branches closed as a result of the merger in specified banking markets to any commercial bank, as long as the bank's offer is equal to or better than any non-bank offer.

The proposed merger is subject to the final approval of the Board of Governors of the Federal Reserve System. The Department said that it will advise the Federal Reserve Board that, subject to the divestiture of specified branch offices and associated loans and deposits, the Antitrust Division will not challenge the merger.

BB&T Corporation is headquartered in Winston-Salem, North Carolina. It has consolidated assets of \$80.2 billion and consolidated total deposits of \$51.3 billion. BB&T is a financial holding company that conducts its principal activities through three banking subsidiaries.

First Virginia Banks Inc. is a bank holding company headquartered in Falls Church, Virginia. It has consolidated assets of \$11.2 billion and deposits of \$9.2 billion. First Virginia conducts its principal banking activities through eight subsidiary banks.

A list of the branches and drive-in facilities to be divested is attached.

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First Virginia Branches

State	County/Independent City	Bank	Branch Name	Address	City
VA	Covington	FV-Southwest	450 West Main Street Branch	450 W. Main Street	Covington
VA	Covington	FV-Southwest	Mallow Mall Branch	110 Mall Road	Covington
VA	Prince Edward	FV-Colonial	Longwood Village Branch	1508 S. Main Street	Farmville
VA	Southampton	FV-Hampton Roads	Courtland Branch	22241 Main Street	Courtland
VA	Southampton	FV-Hampton Roads	Linden Drive-in	22510 Linden Street	Courtland
VA	Franklin County	FV-Southwest	Franklin Street Branch	369 Franklin Street	Rocky Mount
VA	Franklin County	FV-Southwest	Burnt Chimney	20 Jubal Early Highway	Burnt Chimney
VA	Shenandoah	FV-Blue Ridge	Route 42 Branch	300 W. Reservoir Road	Woodstock
VA	Surry	FV-Hampton Roads	Surry Branch	176 Colonial Terrace East	Surry
VA	Sussex	FV-Hampton Roads	Waverly Branch	209 W. Main Street	Waverly
VA	Sussex	FV-Hampton Roads	Waverly Drive-in	233 South County Drive	Waverly
VA	Tazewell	FV-Southwest	Main Street Branch	201 W. Main Street	Tazewell
VA	Tazewell	FV-Southwest	Claypool Hill Branch	1155 Claypool Hill Mall Road	Cedar Bluff